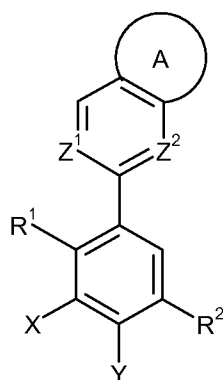


Amendments to the claims

This listing of claims will replace all prior versions, and listings, of claims in the application:

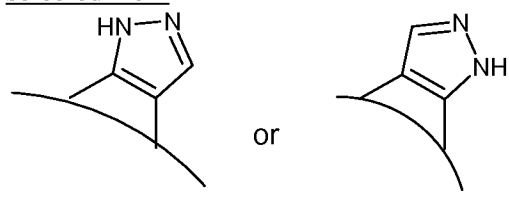
1. (Currently amended) A compound of formula (I):



(I)

wherein

A is a fused 5-membered heteroaryl ring ~~containing one or two heteroatoms independently selected from oxygen and nitrogen which heteroaryl ring is selected from~~



optionally substituted by up to two substituents independently selected from C₁₋₆alkyl, -(CH₂)_k-C₃₋₇cycloalkyl, halogen, cyano, trifluoromethyl, -(CH₂)_kOR³, -(CH₂)_kCO₂R³, -(CH₂)_kNR³R⁴, -(CH₂)_kCONR³R⁴, -(CH₂)_kNHCOR³, -(CH₂)_kSO₂NR³R⁴, -(CH₂)_kNHSO₂R³, -(CH₂)_kSO₂(CH₂)_mR⁵, ~~a 5- or 6-~~ membered heterocyclyl ring containing nitrogen optionally substituted by C₁₋₂alkyl or -(CH₂)_kCO₂R³, and a 5-membered heteroaryl ring optionally substituted by C₁₋₂alkyl; or

A is ~~a fused 5-membered heteroaryl ring containing one or two heteroatoms independently selected from oxygen and nitrogen which heteroaryl ring is substituted by -BR⁶, and ; or~~

A is the heteroaryl ring is optionally further substituted by one substituent selected from -OR⁷, halogen, trifluoromethyl, -CN, -CO₂R⁷ and C₁₋₆alkyl optionally substituted by hydroxy; or

A is ~~a fused 5-membered heteroaryl ring containing one or two heteroatoms independently selected from oxygen and nitrogen which heteroaryl ring~~ is substituted by $-(CH_2)_n$ heterocyclyl wherein the heterocyclyl is a 5- or 6-membered heterocyclic ring containing one or two heteroatoms independently selected from oxygen, sulfur and nitrogen optionally substituted by up to two substituents independently selected from oxo, C_{1-6} alkyl, $-(CH_2)_p$ phenyl, $-OR^7$, $-(CH_2)_pCO_2R^7$, $-NR^7R^8$ and $-CONR^7R^8$, and

the A heteroaryl ring is optionally further substituted by one substituent selected from $-OR^7$, halogen, trifluoromethyl, $-CN$, $-CO_2R^7$ and C_{1-6} alkyl optionally substituted by hydroxy; or

A is ~~a fused 5-membered heteroaryl ring containing one or two heteroatoms independently selected from oxygen and nitrogen which heteroaryl ring~~ is substituted by $-(CH_2)_q$ aryl or $-(CH_2)_q$ heteroaryl wherein the aryl or heteroaryl is optionally substituted by one or more substituents independently selected from oxo, C_{1-6} alkyl, halogen, cyano, trifluoromethyl, $-OR^9$, $-(CH_2)_tCO_2R^{10}$, $-NR^9R^{10}$, $-(CH_2)_tCONR^9R^{10}$, $-NHCOR^9$, $-SO_2NR^9R^{10}$, $-NHSO_2R^9$ and $-S(O)_sR^9$, and

the heteroaryl ring is optionally further substituted by one substituent selected from $-OR^7$, halogen, trifluoromethyl, $-CN$, $-CO_2R^7$ and C_{1-6} alkyl optionally substituted by hydroxy;

R^1 is selected from methyl and chloro;

R^2 is selected from $-NH-CO-R^{11}$ and $-CO-NH-(CH_2)_tR^{12}$;

R^3 is selected from hydrogen, C_{1-6} alkyl optionally substituted by up to two OH groups, $-(CH_2)_k-C_{3-7}$ cycloalkyl, $-(CH_2)_k$ phenyl optionally substituted by R^{13} and/or R^{14} and $-(CH_2)_k$ heteroaryl optionally substituted by R^{13} and/or R^{14} ,

R^4 is selected from hydrogen and C_{1-6} alkyl, or

R^3 and R^4 , together with the nitrogen atom to which they are bound, form a 5- or 6-membered heterocyclic ring optionally containing one additional heteroatom selected from oxygen, sulfur and N- R^{15} ;

R^5 is selected from C_{1-6} alkyl optionally substituted by up to three halogen atoms, C_{2-6} alkenyl optionally substituted by phenyl, C_{3-7} cycloalkyl, heteroaryl optionally substituted by up to three R^{13} and/or R^{14} groups, and phenyl optionally substituted by R^{13} and/or R^{14} ;

R^6 is a C_{3-6} alkyl group substituted by at least two substituents independently selected from $-OR^{16}$, $-NR^{16}R^{17}$, $-CO_2R^{16}$, $-CONR^{16}R^{17}$, $-NHCOR^{16}$ and $-NHSO_2R^{16}$;

R^7 and R^8 are each independently selected from hydrogen and C_{1-6} alkyl;

R^9 is selected from hydrogen, $-(CH_2)_u-C_{3-7}$ cycloalkyl, $-(CH_2)_u$ heterocyclyl, $-(CH_2)_u$ aryl, and C_{1-6} alkyl optionally substituted by up to two substituents independently selected from $-OR^{18}$ and $-NR^{18}R^{19}$,

R^{10} is selected from hydrogen and C_{1-6} alkyl, or

R^9 and R^{10} , together with the nitrogen atom to which they are bound, form a 5- or 6-membered heterocyclic ring optionally containing one additional heteroatom selected from oxygen, sulfur and N- R^{15} ;

R^{11} is selected from hydrogen, C_{1-6} alkyl, $-(CH_2)_t-C_{3-7}$ cycloalkyl, trifluoromethyl, $-(CH_2)_v$ heteroaryl optionally substituted by R^{20} and/or R^{21} , and $-(CH_2)_v$ phenyl optionally substituted by R^{20} and/or R^{21} ;

R^{12} is selected from hydrogen, C_{1-6} alkyl, C_{3-7} cycloalkyl, $-CONHR^{22}$, phenyl optionally substituted by R^{20} and/or R^{21} , and heteroaryl optionally substituted by R^{20} and/or R^{21} ;

R^{13} and R^{14} are each independently selected from halogen, cyano, trifluoromethyl, nitro, C_{1-6} alkyl, C_{1-6} alkoxy, $-CONR^{22}R^{23}$, $-COR^{24}$, $-CO_2R^{24}$, and heteroaryl, or

R^{13} and R^{14} are linked to form a fused 5-membered heterocyclyl ring containing one heteroatom selected from oxygen, sulfur and N- R^{15} , or a fused heteroaryl ring;

R^{15} is selected from hydrogen and methyl;

R^{16} , R^{17} , R^{18} and R^{19} are each independently selected from hydrogen and C_{1-6} alkyl;

R^{20} is selected from C_{1-6} alkyl, C_{1-6} alkoxy, $-(CH_2)_t-C_{3-7}$ cycloalkyl, $-CONR^{22}R^{23}$, $-NHCOR^{23}$, halogen, $-CN$, $-(CH_2)_wNR^{25}R^{26}$, trifluoromethyl, phenyl optionally substituted by one or more R^{21} groups, and heteroaryl optionally substituted by one or more R^{21} groups;

R^{21} is selected from C_{1-6} alkyl, C_{1-6} alkoxy, halogen, trifluoromethyl, and $-(CH_2)_wNR^{25}R^{26}$;

R^{22} and R^{23} are each independently selected from hydrogen and C_{1-6} alkyl, or

R^{22} and R^{23} , together with the nitrogen atom to which they are bound, form a 5- or 6-membered heterocyclic ring optionally containing one additional heteroatom selected from oxygen, sulfur and N- R^{15} , wherein the ring may be substituted by up to two C_{1-6} alkyl groups;

R^{24} is C_{1-6} alkyl;

R^{25} is selected from hydrogen, C_{1-6} alkyl and $-(CH_2)_t-C_{3-7}$ cycloalkyl optionally substituted by C_{1-6} alkyl,

R^{26} is selected from hydrogen and C_{1-6} alkyl, or

R^{25} and R^{26} , together with the nitrogen atom to which they are bound, form a 5- or 6-membered heterocyclic ring optionally containing one additional heteroatom selected from oxygen, sulfur and N- R^{15} ;

B is selected from a bond, oxygen, NH and $S(O)_x$;

X and Y are each independently selected from hydrogen, methyl and halogen;
 Z^1 is N or N=O and Z^2 is CH,
 Z^1 is CH and Z^2 is N or N=O, or Z^1 and Z^2 are each independently selected from N or N=O;
 k, m and w are each independently selected from 0, 1, 2 and 3;
 n, q, r, s, t and x are each independently selected from 0, 1 and 2; and
 u and v are each independently selected from 0 and 1;
 or a pharmaceutically acceptable [[derivative]] salt thereof.

2. (Cancelled)

3. (previously presented) A compound according to claim 1 wherein A is substituted by up to two substituents independently selected from C_{1-4} alkyl, halogen, $-(CH_2)_kNR^3R^4$, $-(CH_2)_kNHCOR^3$, $-(CH_2)_kNH SO_2R^3$ and $-(CH_2)_kSO_2(CH_2)_mR^5$, or A is substituted by $-(CH_2)_q$ aryl wherein the aryl is optionally substituted by one or two substituents independently selected from C_{1-6} alkyl, halogen, cyano, $-OR^9$ and $-(CH_2)_tCO_2R^{10}$.

4. (previously presented) A compound according to claim 1 wherein A is substituted by $-(CH_2)_kSO_2(CH_2)_mR^5$ or $-(CH_2)_q$ aryl wherein the aryl is substituted by C_{1-6} alkyl or halogen.

5. (previously presented) A compound according to claim 1 wherein R^1 is methyl.

6. (previously presented) A compound according to claim wherein R^2 is $-CO-NH-(CH_2)_t-R^{12}$.

7. (previously presented) A compound according to claim 1 wherein X is hydrogen or fluorine.

8. (original) A compound according to claim 1 substantially as hereinbefore defined with reference to any one of Examples 1 to 58, or a pharmaceutically acceptable derivative thereof.

9. (Currently amended) A compound selected from:
N-cyclopropyl-4-methyl-3-{1-[(1-methylethyl)sulfonyl]-1*H*-pyrazolo[3,4-*c*]pyridin-5-yl}benzamide;

N-cyclopropyl-4-methyl-5-[1-(2-thienylsulfonyl)-1*H*-pyrazolo[3,4-*c*]pyridin-5-yl]benzamide;

N-cyclopropyl-3-fluoro-4-methyl-5-[1-(2-thienylsulfonyl)-1*H*-pyrazolo[3,4-*c*]pyridin-5-yl]benzamide;

N-cyclopropyl-3-[1-(cyclopropylsulfonyl)-1*H*-pyrazolo[3,4-*c*]pyridin-5-yl]-5-fluoro-4-methylbenzamide;

N-cyclopropyl-3-fluoro-4-methyl-5-[1-(3-methylphenyl)-1*H*-pyrazolo[3,4-*c*]pyridin-5-yl]benzamide;

N-cyclopropyl-4-methyl-5-(1-phenyl-1*H*-pyrazolo[3,4-*c*]pyridin-5-yl)benzamide;

N-cyclopropyl-3-[1-(2-fluorophenyl)-1*H*-pyrazolo[3,4-*c*]pyridin-5-yl]-4-methylbenzamide;

N-cyclopropyl-3-fluoro-5-[3-(4-fluorophenyl)-1*H*-pyrazolo[3,4-*b*]pyridin-6-yl]-4-methylbenzamide;

3-fluoro-5-[3-(4-fluorophenyl)-1*H*-pyrazolo[3,4-*b*]pyridin-6-yl]-4-methyl-*N*-(1-methyl-1*H*-pyrazol-5-yl)benzamide;

3-fluoro-5-[3-(4-fluorophenyl)-1*H*-pyrazolo[4,3-*c*]pyridin-6-yl]-4-methyl-*N*-(1-methyl-1*H*-pyrazol-5-yl)benzamide;

3-[3-(acetylamino)-1*H*-pyrazolo[3,4-*b*]pyridin-6-yl]-*N*-cyclopropyl-4-methylbenzamide;

N-cyclopropyl-4-methyl-3-{3-[(2-methylpropanoyl)amino]-1*H*-pyrazolo[3,4-*b*]pyridin-6-yl}benzamide;

N-cyclopropyl-4-methyl-3-[3-(propanoylamino)-1*H*-pyrazolo[3,4-*b*]pyridin-6-yl]benzamide; and

N-(6-{5-[(cyclopropylamino)carbonyl]-2-methylphenyl}-1*H*-pyrazolo[3,4-*b*]pyridin-3-yl)-2-thiophenecarboxamide;

or a pharmaceutically acceptable ~~derivative~~ salt thereof.

10. (Currently amended) A pharmaceutical composition comprising at least one compound ~~as claimed in~~ according to claim 1, or a pharmaceutically acceptable ~~derivative~~ salt thereof, in association with one or more pharmaceutically acceptable excipients, diluents and/or carriers.

11. (cancelled)

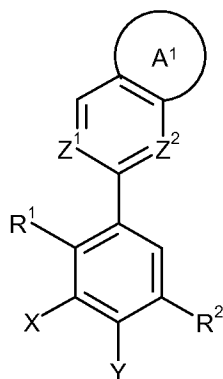
12. (withdrawn) A compound as claimed in claim 1, or a pharmaceutically acceptable derivative thereof, for use in the treatment or prophylaxis of a condition or disease state mediated by p38 kinase activity or mediated by cytokines produced by the activity of p38 kinase.

13.(withdrawn) A method for treating a condition or disease state mediated by p38 kinase activity or mediated by cytokines produced by the activity of p38 kinase comprising administering to a patient in need thereof a compound as claimed in claim 1, or a pharmaceutically acceptable derivative thereof.

14. (cancelled)

15.(Currently amended/Withdrawn) A process for preparing a compound of formula (I) ~~according to as claimed in~~ claim 1, or a pharmaceutically acceptable derivative ~~derivative~~ salt thereof, which comprises

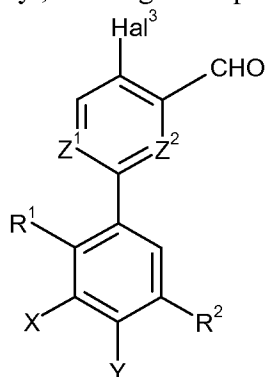
(a) reacting a compound of formula (II)



(II)

in which R¹, R², X, Y, Z¹ and Z² are as defined in claim 1 and A¹ is an unsubstituted fused 5-membered heteroaryl ring containing one or two heteroatoms independently selected from oxygen and nitrogen with a halide derivative, in the presence of a base;

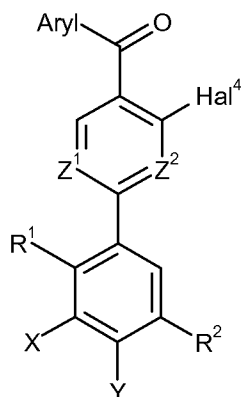
(b) when A is a fused pyrazolyl, reacting a compound of formula (XI)



(XI)

in which R¹, R², X, Y, Z¹ and Z² are as hereinbefore defined and Hal³ is halogen, in particular chlorine, with a hydrazine derivative;

(c) when A is a fused pyrazolyl substituted by aryl, reacting a compound of formula (XII)



(XII)

in which R¹, R², X, Y, Z¹ and Z² are as hereinbefore defined and Hal⁴ is halogen, in particular chlorine, with a hydrazine derivative; or

(d) final stage modification of one compound of formula (I) as defined in claim 1 to give another compound of formula (I) as defined in claim 1.

16. (Currently amended) A compound according to claim [[2]] 1 wherein A is substituted by up to two substituents independently selected from C₁₋₄alkyl, halogen, -(CH₂)_kNR³R⁴, -(CH₂)_kNHCOR³, -(CH₂)_kNHSO₂R³ and -(CH₂)_kSO₂(CH₂)_mR⁵, or A is substituted by -(CH₂)_qaryl wherein the aryl is optionally substituted by one or

two substituents independently selected from C₁₋₆alkyl, halogen, cyano, -OR⁹ and -(CH₂)_tCO₂R¹⁰.

17. (previously presented) A compound according to claim 16 wherein A is substituted by -(CH₂)_kSO₂(CH₂)_mR⁵ or -(CH₂)_qaryl wherein the aryl is substituted by C₁₋₆alkyl or halogen.

18. (previously presented) A compound according to claim 16 wherein R¹ is methyl.

19. (previously presented) A compound according to claim 16 wherein R² is -CO-NH-(CH₂)_t-R¹².

20. (previously presented) A compound according to claim 16 wherein X is hydrogen or fluorine.

21. (New) A compound according to claim 1 wherein Z¹ is N or N=O and Z² is CH.

22. (New) A compound according to claim 1 wherein Z¹ is CH and Z² is N or N=O.

23. (New) A compound according to claim 1 wherein R² is -CO-NH-(CH₂)_t-R¹².

24. (New) A compound according to claim 21 wherein R² is -CO-NH-(CH₂)_t-R¹².